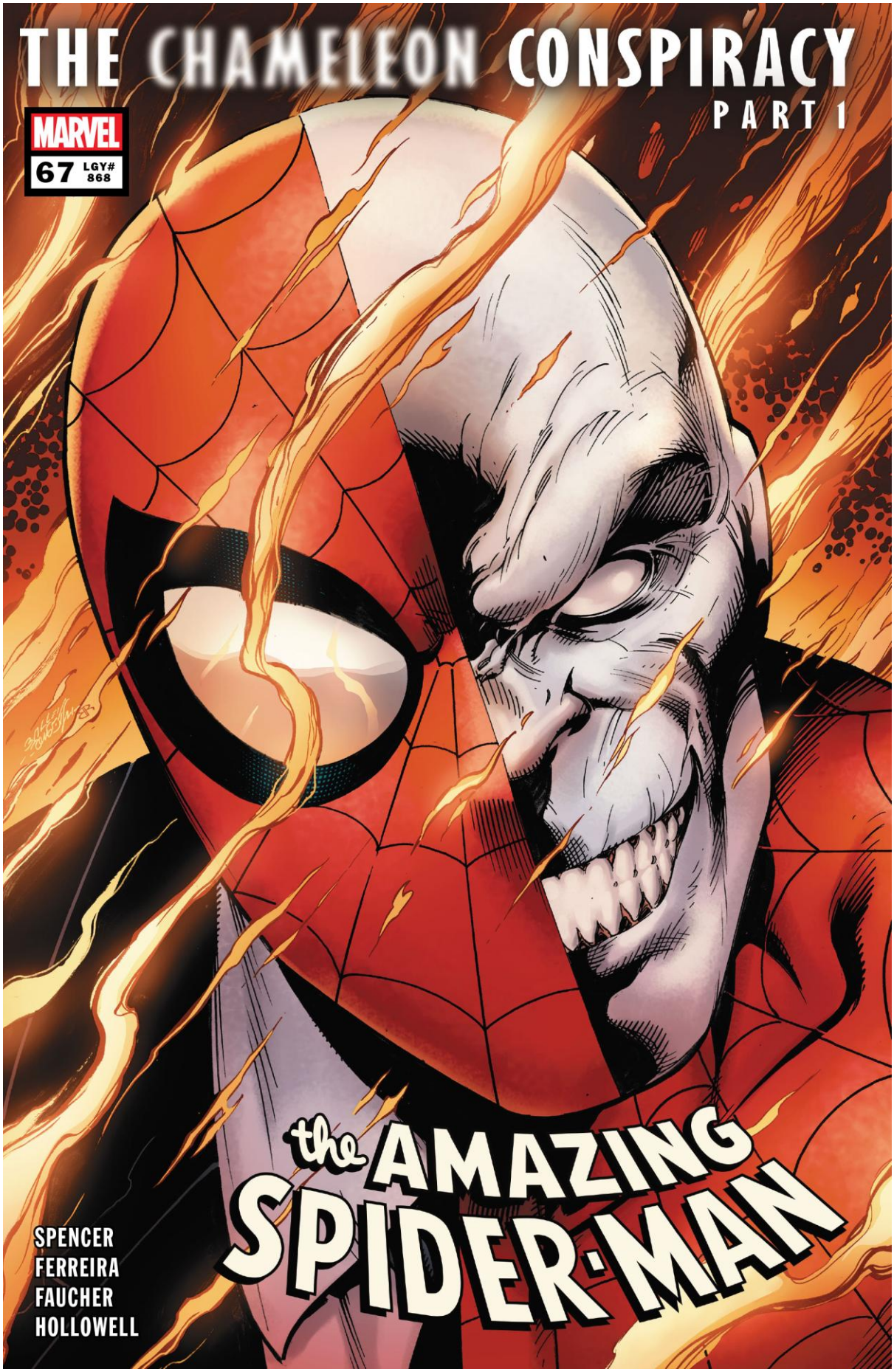
THE CHAMELEON CONSPIRACY
PART 1
MARVEL
67 LGY# 868
the AMAZING SPIDER-MAN
SPENCER
FERREIRA
FAUCHER
HOLLOWELL

PETER PARKER was bitten by a radioactive spider and gained the proportional speed, strength and agility of a SPIDER, adhesive fingertips and toes and the unique precognitive awareness of danger called "SPIDER-SENSE"! After the tragic death of his Uncle Ben, Peter understood that with great power there must also come great responsibility. He became the crimefighting super hero called...

The Amazing SPIDER-MAN

CHAMELEON CONSPIRACY Part 1

Peter Parker's life has been crazier than usual, causing him to lose track of several important people in his life. One such person is his old friend Betty Brant who returned to NYC, surprising Peter with the news that she is pregnant!

But some people Peter lost track of haven't forced themselves back into Peter's life. For instance, Silver Sable has been nursing herself back to health, thanks to her shady boyfriend, the Foreigner. When last we saw them, Foreigner was in league with Chameleon, but Spidey and his superspy sister, Teresa Parker, put an end to that. Teresa's interest in Chameleon was galvanized when he killed her fellow spy/boyfriend, David.

Peter has also lost track of much of his fellow grad student classmates. One of them, Jamie, enlisted Peter to help create the Clairvoyant, which can view possible futures. Peter could really use that invention to see just how his neglect is about to blow up in his face.

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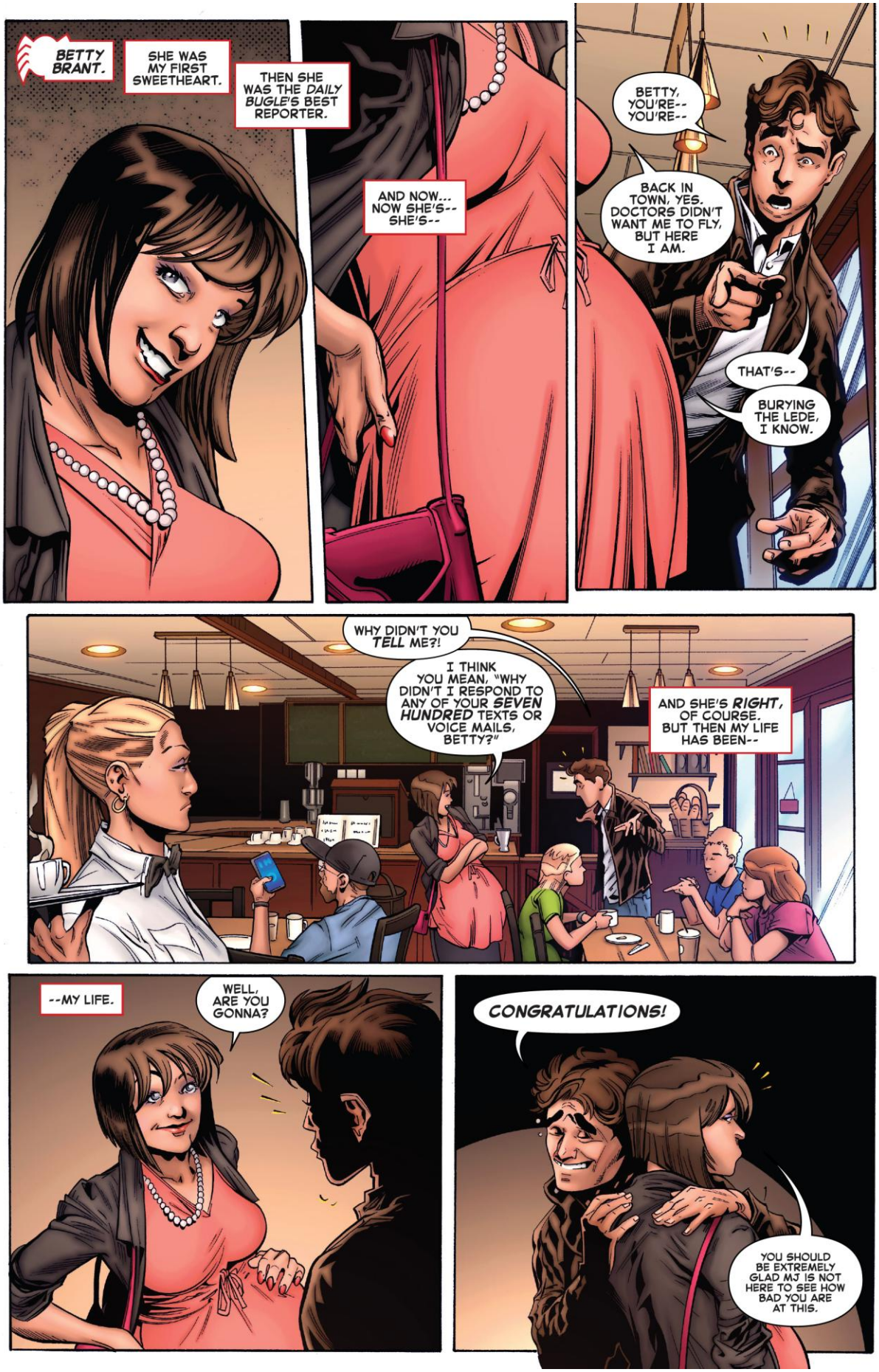
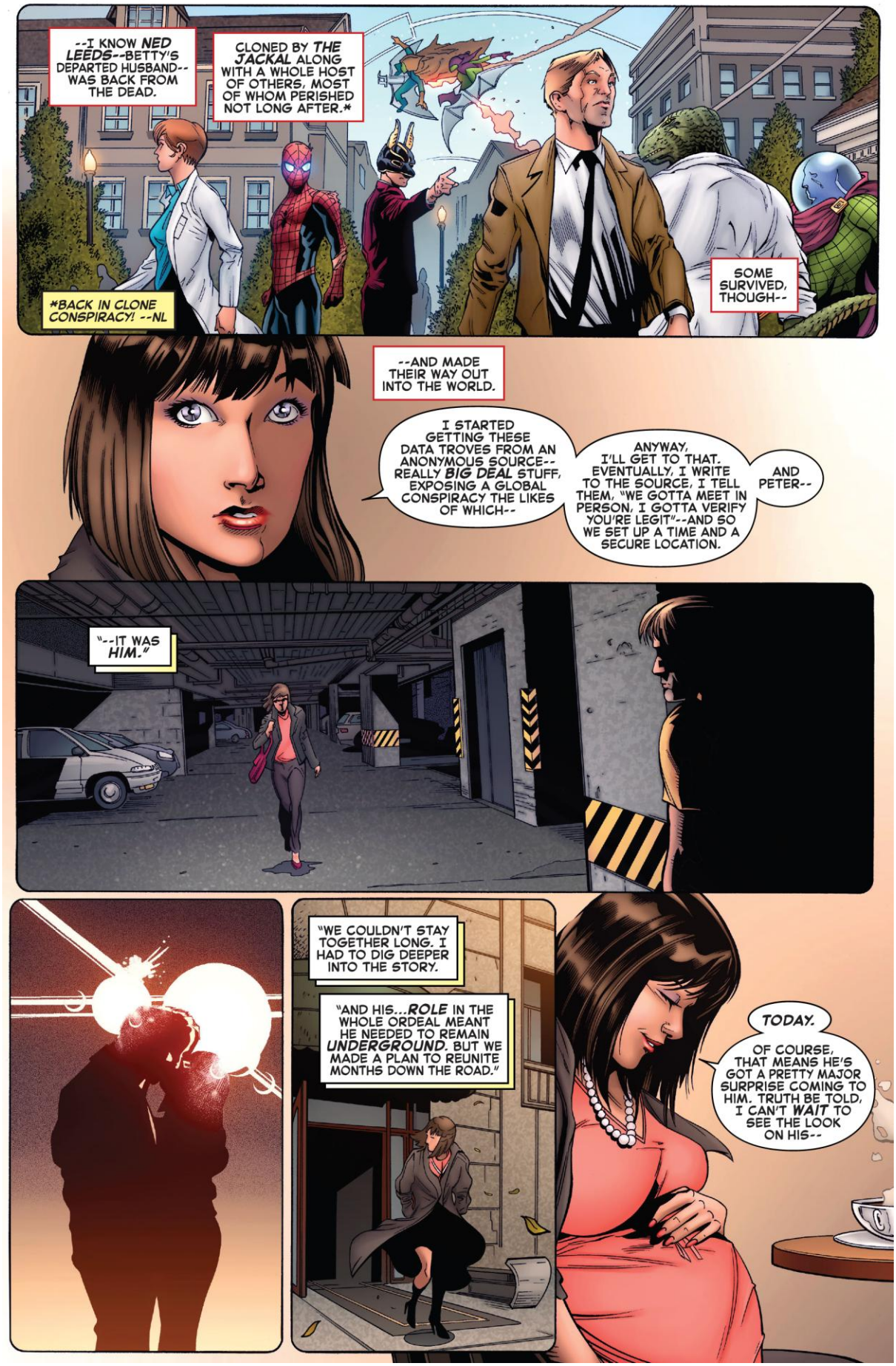
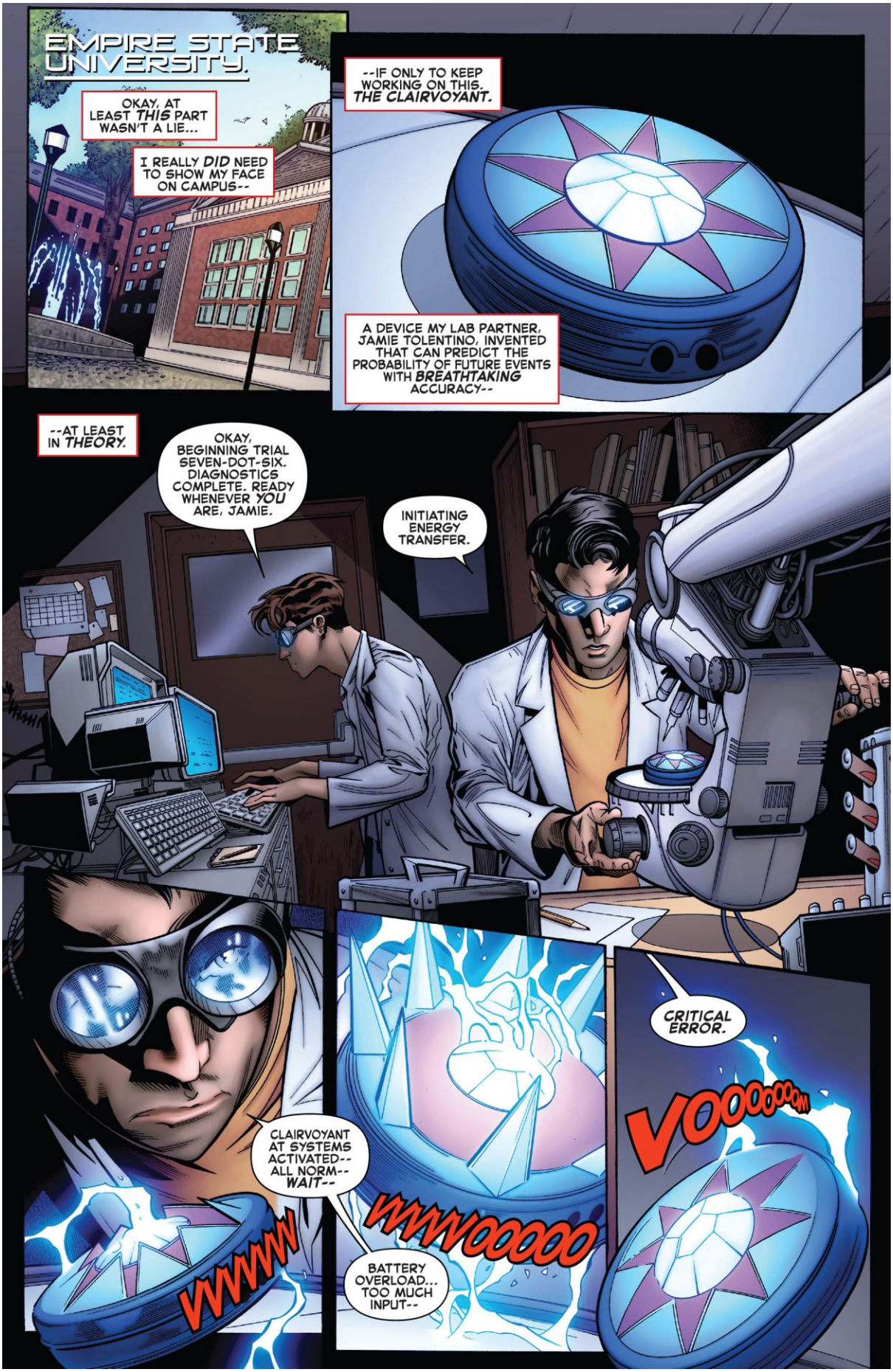

BETTY BRANT.
SHE WAS MY FIRST SWEETHEART.
THEN SHE WAS THE DAILY BUGLE'S BEST REPORTER.
AND NOW... NOW SHE'S-- SHE'S--
BETTY, YOU'RE-- YOU'RE--
BACK IN TOWN, YES. DOCTORS DIDN'T WANT ME TO FLY, BUT HERE I AM.
THAT'S--
BURYING THE LEDE, I KNOW.
WHY DIDN'T YOU TELL ME?!
I THINK YOU MEAN, "WHY DIDN'T I RESPOND TO ANY OF YOUR SEVEN HUNDRED TEXTS OR VOICE MAILS, BETTY?"
AND SHE'S RIGHT, OF COURSE. BUT THEN MY LIFE HAS BEEN--
--MY LIFE.
WELL, ARE YOU GONNA?
CONGRATULATIONS!
YOU SHOULD BE EXTREMELY GLAD MJ IS NOT HERE TO SEE HOW BAD YOU ARE AT THIS.

A FEW MINUTES AND COFFEES LATER...
OBVIOUSLY, THEY WERE NOT KEEN ON THE IDEA OF ME FLYING--BUT I TOLD THEM--THERE'S NO WAY I'M MISSING THIS.
IT'S THE BIGGEST STORY OF MY CAREER. A REAL CHANCE TO PROVE THE BUGLE CAN BE A HOME FOR INVESTIGATIVE JOURNALISM STILL.
OKAY, BUT--AND I DON'T MEAN TO BE RUDE, BUT--CAN I ASK--
ABOUT THE FATHER?
THAT'S ACTUALLY WHAT I WANTED TO TALK TO YOU ABOUT.
YOU HAVE TO PROMISE ME, THOUGH--THIS CAN'T GO BEYOND ME AND YOU. TOP SECRET. NOT EVEN MARY JANE.
BUT PETER, IT'S THE BEST PART.
BUT AS SOON AS SHE SAYS IT--AS SOON SHE GRABS MY HAND WITH THAT EXCITEMENT, THAT FERVOR, I KNOW IT ISN'T.
IN FACT, IT'S THE WORST POSSIBLE PART.
IT'S NED'S.
NOW, I KNOW WHAT YOU'RE THINKING--NED PASSED YEARS AGO, BETTY'S DELUSIONAL.
AND THAT'S NOT WHAT I'M THINKING RIGHT NOW. NOT EVEN CLOSE. AFTER ALL--


--I KNOW NED LEEDS--BETTY'S DEPARTED HUSBAND--WAS BACK FROM THE DEAD.
CLONED BY THE JACKAL ALONG WITH A WHOLE HOST OF OTHERS, MOST OF WHOM PERISHED NOT LONG AFTER.*
SOME SURVIVED, THOUGH--
*BACK IN CLONE CONSPIRACY! --NL
--AND MADE THEIR WAY OUT INTO THE WORLD.
I STARTED GETTING THESE DATA TROVES FROM AN ANONYMOUS SOURCE--REALLY BIG DEAL STUFF, EXPOSING A GLOBAL CONSPIRACY THE LIKES OF WHICH--
ANYWAY, I'LL GET TO THAT. EVENTUALLY, I WRITE TO THE SOURCE, I TELL THEM, "WE GOTTA MEET IN PERSON, I GOTTA VERIFY YOU'RE LEGIT"--AND SO WE SET UP A TIME AND A SECURE LOCATION.
AND PETER--
"--IT WAS HIM."
"WE COULDN'T STAY TOGETHER LONG. I HAD TO DIG DEEPER INTO THE STORY.
"AND HIS...ROLE IN THE WHOLE ORDEAL MEANT HE NEEDED TO REMAIN UNDERGROUND. BUT WE MADE A PLAN TO REUNITE MONTHS DOWN THE ROAD."
TODAY.
OF COURSE, THAT MEANS HE'S GOT A PRETTY MAJOR SURPRISE COMING TO HIM. TRUTH BE TOLD, I CAN'T WAIT TO SEE THE LOOK ON HIS--

--FACE.
PETER, SPEAKING OF FACES-- AS SOMEONE WHO'S SPENT THE LAST EIGHT MONTHS VOMITING QUITE A BIT, I THINK I RECOGNIZE THAT LOOK.
UH--UH, SORRY, BETTY-- I, UM, I JUST REMEMBERED-- I GOTTA BE AT E.S.U.--
NOW?
YEAH, MY BAD-- I DOUBLE-BOOKED.
O-OKAY, BUT-- I DID WANT TO TALK TO YOU ABOUT THIS STORY. I COULD USE YOUR HELP WITH IT--
SURE. LATER TONIGHT. WE'LL CATCH UP!
NOT TONIGHT, REMEMBER? I HAVE BIG--
--PLANS.
BUT SHE DOESN'T.
SHE DOESN'T KNOW THE TRUTH ABOUT WHAT HAPPENED TO NED--
--BECAUSE I DIDN'T TELL HER.

WHEN ALL THE CLONES DIED, I RATIONALIZED I DIDN'T NEED TO TELL BETTY ABOUT HIS RETURN.
I FIGURED I WAS SAVING HER THE PAIN OF LOSING HIM ALL OVER AGAIN.
BUT THEN I FOUND OUT HE'D SURVIVED--
--JUST LONG ENOUGH TO BE KILLED IN A FIGHT WITH TASKMASTER AND BLACK ANT A FEW MONTHS LATER.*
AND AGAIN, I THOUGHT KEEPING IT TO MYSELF WAS THE RIGHT CALL.
I DIDN'T ACCOUNT FOR THE POSSIBILITY HE MIGHT HAVE REACHED OUT TO HER. THAT THEY MIGHT HAVE...
*THIS TIME BACK IN ASM #816! --NL
HE TRIED TO WARN YOU, YOU IDIOT!
NO, YOU DON'T UNDERSTAND! SHE--SHE--
BETTY...
SLAM

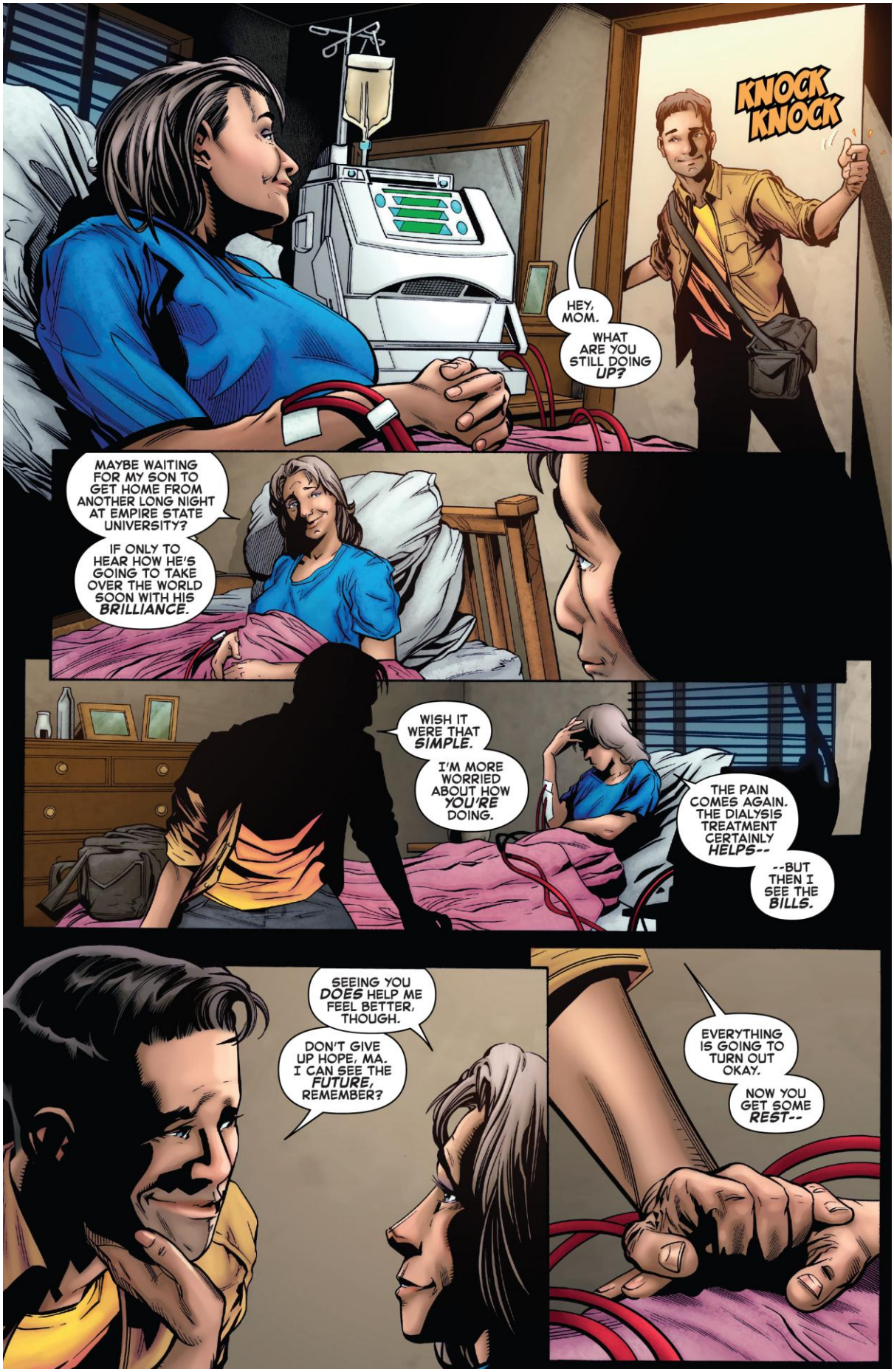

EMPIRE STATE UNIVERSITY.
OKAY, AT LEAST THIS PART WASN'T A LIE...
I REALLY DID NEED TO SHOW MY FACE ON CAMPUS--
--IF ONLY TO KEEP WORKING ON THIS, THE CLAIRVOYANT.
A DEVICE MY LAB PARTNER, JAMIE TOLENTINO, INVENTED THAT CAN PREDICT THE PROBABILITY OF FUTURE EVENTS WITH BREATHTAKING ACCURACY--
--AT LEAST IN THEORY.
OKAY, BEGINNING TRIAL SEVEN-DOT-SIX. DIAGNOSTICS COMPLETE. READY WHENEVER YOU ARE, JAMIE.
INITIATING ENERGY TRANSFER.
CLAIRVOYANT AT SYSTEMS ACTIVATED-- ALL NORM-- WAIT--
VWWWW
VWWWOOOOO
BATTERY OVERLOAD... TOO MUCH INPUT--
CRITICAL ERROR.
VOOOOOOOM

DAMN IT!
JAMIE, HEY--IT'S OKAY--WE'LL FIGURE IT OUT...
WE HAD IT FIGURED OUT, PETER. WE HAD A POWER SOURCE FOR THE CLAIRVOYANT THAT WORKED PERFECTLY WITHIN ITS PARAMETERS. WE JUST NEED MORE OF IT.
UNFORTUNATELY, YOU WON'T EVEN TELL ME WHERE YOU GOT IT.
JAMIE, I'M SORRY, BUT I TOLD YOU--
"--THERE'S NO MORE WHERE THAT CAME FROM."*
*HARD TO REPLICATE AN EXPLOSION LIKE THE ONE IN ASM #835! --NL

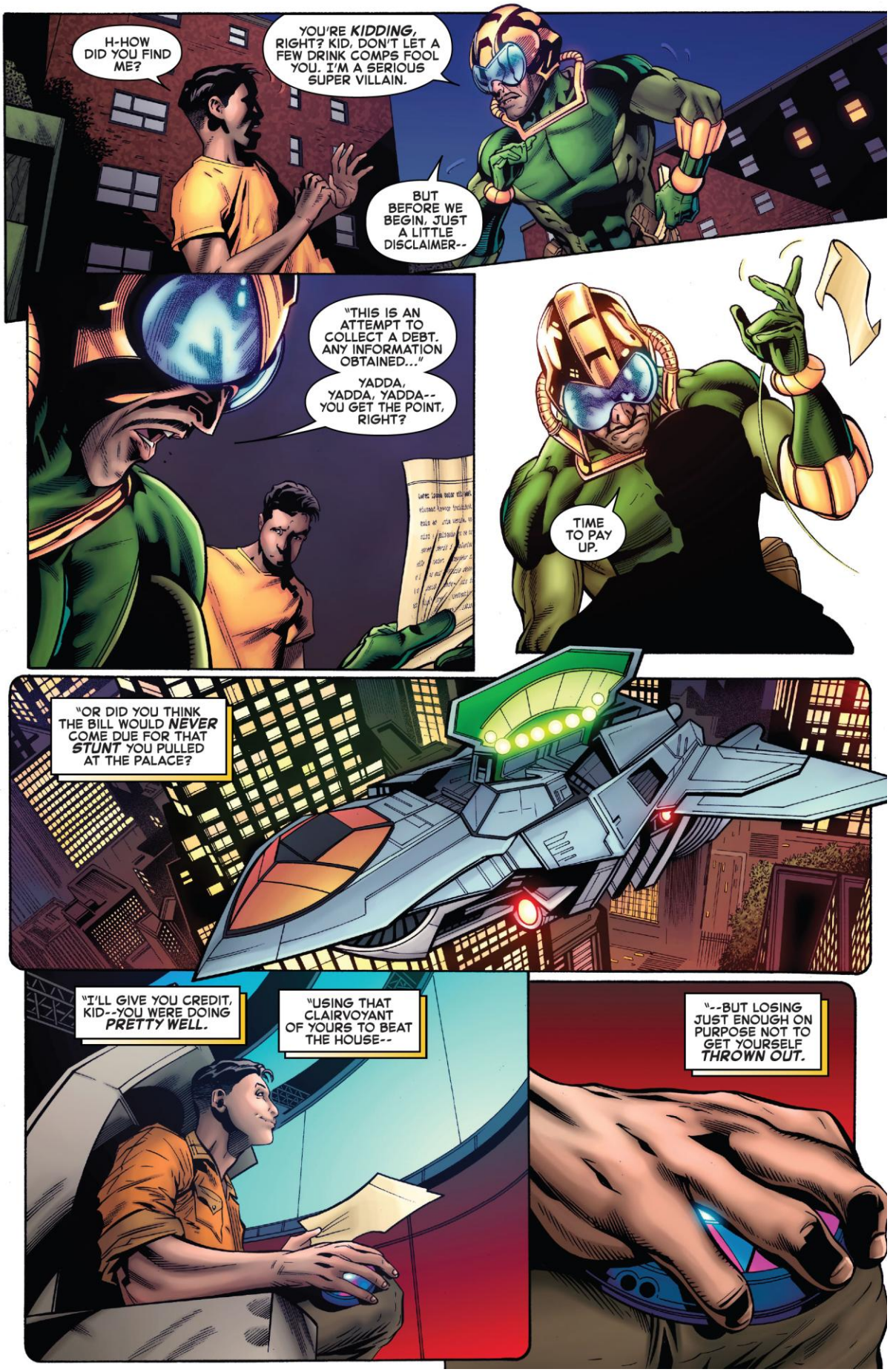
I CAN'T BELIEVE YOU'RE HOLDING OUT ON ME LIKE THIS! IS THIS SOME KIND OF LEVERAGE PLAY?!
WATCH IT, BUDDY--I GET YOU'RE UPSET, BUT DON'T TAKE IT OUT ON ME. BESIDES--
--IT SURE LOOKS LIKE YOU'RE HOLDING OUT ON ME!
WITH THE ENERGY READINGS THE CLAIRVOYANT HAD WHEN I BROUGHT IT BACK, IT SHOULD'VE BEEN GOOD FOR A LOT MORE TESTS BEFORE THE BATTERY RAN DRY.
SEEMS LIKE YOU'VE BEEN RUNNING TESTS WITHOUT ME. WHAT HAVE YOU BEEN DOING WITH IT, JAMIE?
WHAT I DO IS NOT YOUR CONCERN, PETER.
REMEMBER, I'M THE ONE WHO INVENTED THE DEVICE. I THOUGHT YOU WOULD BE A GOOD FIT FOR THE PROJECT--
--BUT PERHAPS I SHOULD'VE CONSULTED THE CLAIRVOYANT.
MAYBE THEN I WOULDN'T HAVE MADE THIS MISTAKE.
SLAM
WOW, HE'S IN A MOOD.
THEN AGAIN--

--YOU NEVER KNOW WHAT PEOPLE ARE GOING THROUGH.
PIZZA

JAMIE!
ROSAMIE!
HOW'S MY FAVORITE LITTLE SISTER?
I'M YOUR ONLY LITTLE SISTER, DUMMY.
BETTER BE--
--'CAUSE I ONLY GOT ONE OF THESE.
SAVE SOME FOR TOMORROW, KIDDO.
SHE'S NOT DOING SO GOOD TODAY.


KNOCK KNOCK
HEY, MOM.
WHAT ARE YOU STILL DOING *UP?*
MAYBE WAITING FOR MY SON TO GET HOME FROM ANOTHER LONG NIGHT AT EMPIRE STATE UNIVERSITY?
IF ONLY TO HEAR HOW HE'S GOING TO TAKE OVER THE WORLD SOON WITH HIS *BRILLIANCE.*
WISH IT WERE THAT *SIMPLE.*
I'M MORE WORRIED ABOUT HOW *YOU'RE* DOING.
THE PAIN COMES AGAIN. THE DIALYSIS TREATMENT CERTAINLY *HELPS--*
--BUT THEN I SEE THE *BILLS.*
SEEING YOU *DOES* HELP ME FEEL BETTER, THOUGH.
DON'T GIVE UP HOPE, MA. I CAN SEE THE *FUTURE,* REMEMBER?
EVERYTHING IS GOING TO TURN OUT OKAY.
NOW YOU GET SOME *REST--*

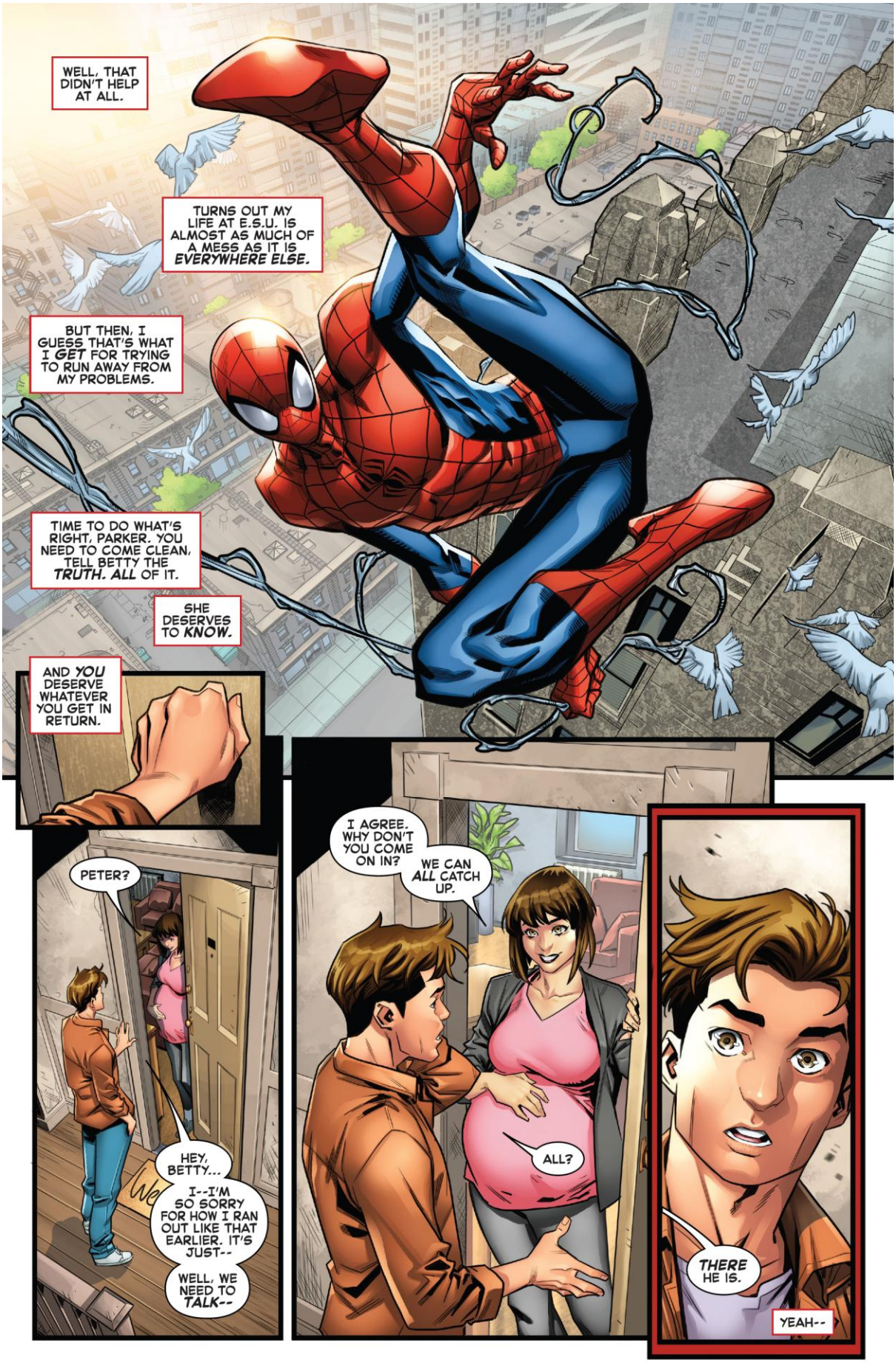
"--I'LL GET THIS PLACE CLEANED UP."
KLUNP
WOW, LUCKY ME--
--MANAGING TO GET THE DROP ON THE LEGENDARY CLAIRVOYANT.
HE MUST BE SLIPPING.
CHANCE!


H-HOW DID YOU FIND ME?
YOU'RE KIDDING, RIGHT? KID, DON'T LET A FEW DRINK COMPS FOOL YOU. I'M A SERIOUS SUPER VILLAIN.
BUT BEFORE WE BEGIN, JUST A LITTLE DISCLAIMER--
"THIS IS AN ATTEMPT TO COLLECT A DEBT. ANY INFORMATION OBTAINED..."
YADDA, YADDA, YADDA-- YOU GET THE POINT, RIGHT?
TIME TO PAY UP.
"OR DID YOU THINK THE BILL WOULD NEVER COME DUE FOR THAT STUNT YOU PULLED AT THE PALACE?
"I'LL GIVE YOU CREDIT, KID--YOU WERE DOING PRETTY WELL.
"USING THAT CLAIRVOYANT OF YOURS TO BEAT THE HOUSE--
"--BUT LOSING JUST ENOUGH ON PURPOSE NOT TO GET YOURSELF THROWN OUT.

"YEAH, YOU MUST'VE BEEN RIDING PRETTY HIGH FOR A MINUTE.
"UNTIL THE LOSING STOPPED BEING ON PURPOSE.
"GUESS YOUR BABY STILL HAS SOME KINKS TO WORK OUT."
SO I SEE AN OPPORTUNITY FOR YOU AND ME TO HELP EACH OTHER.
OR AN OPPORTUNITY TO GO KILL YOUR FAMILY. EITHER ONE.
YOU MONSTER! YOU STAY AWAY FROM THEM! OR--
CAREFUL, JAMIE. DON'T MAKE ME FINISH THAT SENTENCE FOR YOU.
I'M A NICE GUY.

"--WE'VE BEEN PRESENTED WITH THE OPPORTUNITY OF A LIFETIME."
SO TRUST ME, IF YOU DON'T WANT FOREIGNER AND HIS PUMPKIN HEADS DOWN HERE, I'D SUGGEST GETTING COOPERATIVE REAL QUICK.
BUT-- I DON'T KNOW WHAT YOU WANT. I DON'T HAVE ANY MONEY--
NO, YOU'VE GOT SOMETHING BETTER.
A WAY TO NEVER STOP MAKING MONEY.
A CASINO THAT CAN PREDICT THE FUTURE IS A HOUSE THAT ALWAYS WINS.
YOU'RE GONNA BUILD ME A CLAIRVOYANT.
I--I CAN'T.
SURE, I GET IT.
MAYBE I JUST CHECK AND SEE IF YOU'VE GOT ONE LYING AROUND IN THAT APARTMENT OF YOURS.

YOU DON'T UNDERSTAND-- I DON'T HAVE A SUITABLE POWER SOURCE. I'VE BEEN TRYING--
WELL, YOU KNOW WHAT THEY SAY-- NECESSITY IS THE MOTHER OF INVENTION. AND SPEAKING OF MOTHERS...
SIGH LOOK, THERE MIGHT BE A WAY...BUT IT'S BEEN UNDER HEAVY GUARD SINCE THE LETHAL LEGION TRIED TO STEAL IT.
"IT'S CALLED THE CATALYST."


WELL, THAT DIDN'T HELP AT ALL.
TURNS OUT MY LIFE AT E.S.U. IS ALMOST AS MUCH OF A MESS AS IT IS *EVERYWHERE ELSE.*
BUT THEN, I GUESS THAT'S WHAT I *GET* FOR TRYING TO RUN AWAY FROM MY PROBLEMS.
TIME TO DO WHAT'S RIGHT, PARKER. YOU NEED TO COME CLEAN, TELL BETTY THE *TRUTH. ALL* OF IT.
SHE DESERVES TO *KNOW.*
AND *YOU* DESERVE WHATEVER YOU GET IN RETURN.
PETER?
HEY, BETTY...
I--I'M SO SORRY FOR HOW I RAN OUT LIKE THAT EARLIER. IT'S JUST--
WELL, WE NEED TO *TALK--*
I AGREE. WHY DON'T YOU COME ON IN?
WE CAN *ALL* CATCH UP.
ALL?
THERE HE IS.
YEAH--

--TALK ABOUT SURPRISES.
GOOD TO SEE YOU, OLD PAL.
NED?!

BUT THIS-- THIS ISN'T POSSIBLE-- YOU DIED.
IT'S A LITTLE MORE COMPLICATED THAN THAT--

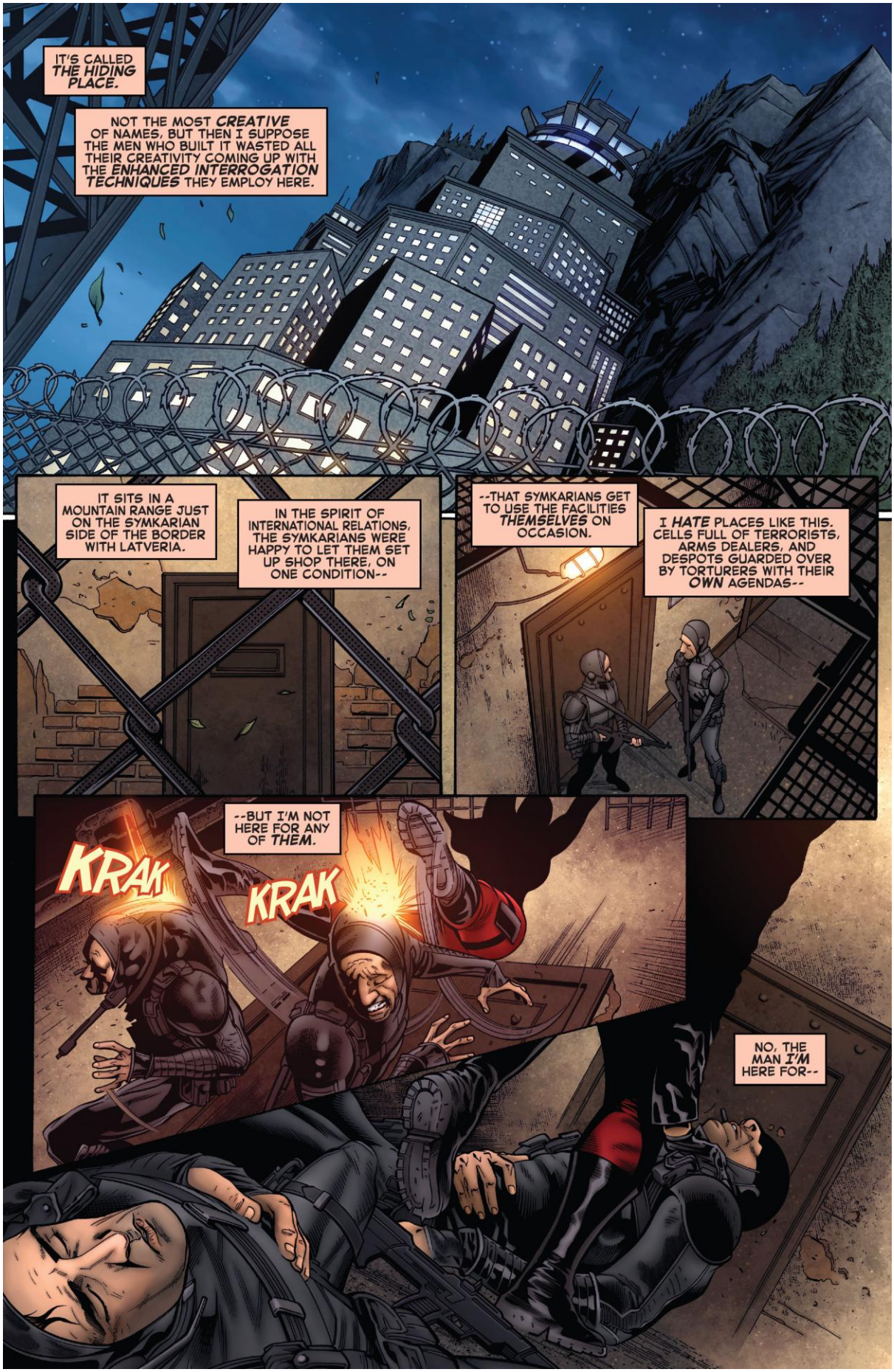
--BUT I PROMISE YOU, IT'S REALLY ME.
AND I KNOW I'VE GOT A LOT TO EXPLAIN. THERE'RE SOME PARTS THAT I CAN'T... FOR NOW. BUT--
--I DO WANT TO TRY.

WHY DON'T YOU HAVE A SEAT?

DOCTOR CONNORS!
JAMIE! YOUR TIMING IS5S PERFECT.

IT IS?
I COULD USSSE YOUR HELP WITH THISSS.
I'VE HAD SSSOMETHING OF A BREAKTHROUGH WITH THE ISSSOTOPE GENOME ACCELERATOR--ONE THAT MIGHT ACTUALLY HELP ME DO SSSOMETHING ABOUT MY MUTATION.
I DIDN'T REALIZE YOU WERE STILL WORKING ON THIS...
INDEED. BUT THERE'SSS AN ISSUE WITH THE OUTPUTSSS.
YOU SSSEE THERE? I'M NOT SURE IF WE'RE GETTING ENOUGH POWER INTO THE FUSION CHAMBER.
YEAH--
--I SEE IT.
THERE IT IS-- THIS IS YOUR CHANCE. TAKE IT!
HE'S NOT LOOKING! HURRY!

JAMIE-- WAIT!
SORRY, DR. CONNORS. JUST REMEMBERED I HAVE TO...GO TO THE BATHROOM!
YOU GUYS BETTER HAVE A PLAN FROM HERE. HE'S GONNA NOTICE THAT HIS BADGE IS MISSING SOON, AND HE'S, YOU KNOW, A GIANT MONSTER.
YOU'RE FINE. KEEP MOVING-- JUST UP AHEAD.
TURNS OUT YOU CAN SEE THE FUTURE. GET IN THAT BATHROOM. WE'VE GOT YOU SOME OUTSIDE SUPPORT WAITING.
SLYDE, MEET JAMIE. JAMIE--
BETTER NOT MESS THIS UP.


IT'S CALLED THE HIDING PLACE.
NOT THE MOST CREATIVE OF NAMES, BUT THEN I SUPPOSE THE MEN WHO BUILT IT WASTED ALL THEIR CREATIVITY COMING UP WITH THE ENHANCED INTERROGATION TECHNIQUES THEY EMPLOY HERE.
IT SITS IN A MOUNTAIN RANGE JUST ON THE SYMKARIAN SIDE OF THE BORDER WITH LATVERIA.
IN THE SPIRIT OF INTERNATIONAL RELATIONS, THE SYMKARIANS WERE HAPPY TO LET THEM SET UP SHOP THERE, ON ONE CONDITION--
--THAT SYMKARIANS GET TO USE THE FACILITIES THEMSELVES ON OCCASION.
I HATE PLACES LIKE THIS. CELLS FULL OF TERRORISTS, ARMS DEALERS, AND DESPOTS GUARDED OVER BY TORTURERS WITH THEIR OWN AGENDAS--
--BUT I'M NOT HERE FOR ANY OF THEM.
KRAK
KRAK
NO, THE MAN I'M HERE FOR--

--HE COULD BE ANYONE.
DAVID.
I HELD DAVID IN MY ARMS AND FELT HIM DIE.
I CRADLED HIS HEAD IN MY HANDS, AND I CAN STILL FEEL IT--SO HEAVY.
AND NOW I'M GOING TO MEET THE MAN WHO KILLED HIM.
IT'S NOT THE FIRST TIME.
BUT THE LAST TIME I WAS IN THE SAME ROOM AS HIM,* I WAS WITH MY BROTHER, WHO IS THE KINDEST, NOBLEST SOUL I HAVE EVER KNOWN.
HE WOULD NEVER BE PARTY TO A MURDER, NO MATTER HOW MUCH IT MIGHT BE EARNED.
*BACK IN ASM #836!
NEEDLESS TO SAY--
SLAM
OPTICAL SCAN VERIFIED.

--I AM NOT MY BROTHER.
AH. THERE YOU ARE...
...TERESA PARKER.
AT LONG LAST.
HELLO, DMITRI.
BLAM!

NEXT:

Issue #68

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Be sure to mark it "Okay to print"!